

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

----- X
SUN OPTICS, INC.
a Utah Corporation,

Plaintiff,

v.

FGX INTERNATIONAL, INC.,
a Delaware Corporation,

Defendant.
----- X

Index No. CV 07-137 (SLR)

DECLARATION OF JACK FLYNN

I, JACK FLYNN, state as follows:

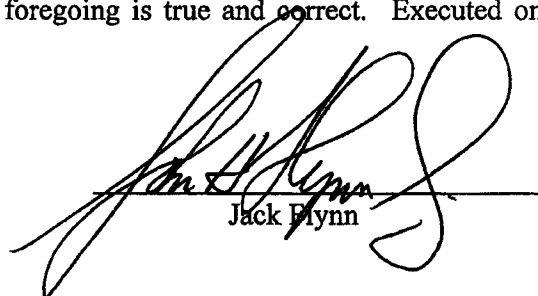
1. I am employed by FGX International, Inc. ("FGX"), the defendant in the above-captioned action. I have been employed continuously by FGX since June 30, 1985, and I serve as FGX's President

2. Sun Optics, Inc. ("Sun Optics") sells reading glasses in Rite Aid, on fixtures maintained by FGX.

3. Sun Optics pays FGX to maintain and stock the fixtures with its reading glasses.

4. Sun Optics' space on the reading glass fixture and its servicing by FGX is an arrangement that has been in place without any material change since at least May 20, 2003.

I declare under penalty of perjury that the foregoing is true and correct. Executed on April 4, 2007.



Jack Flynn